

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10063 (SHL)

Jointly Administered

AFFIDAVIT OF SERVICE

STATE OF CALIFORNIA)

: ss:

COUNTY OF LOS ANGELES)

Natalie Rix, being duly sworn, deposes and says:

1. I am the Head of Communications of Gemini Trust Company, LLC (“Gemini”). I submit this affidavit in connection with Gemini’s service of *Notice of Hearings on (I) the Adequacy of Information in the Debtors’ Disclosure Statement and (II) Confirmation of the Debtors’ Chapter 11 Plan* (the “Notice of Hearings”) (ECF No. 401).²

2. On June 7, 2023, employees of Gemini caused the Notice of Hearings to be served by email to each Gemini Lender (the “Notice of Hearings Email”). A true and correct copy of the Notice of Hearings Email is attached hereto as Exhibit A. The Notice of Hearings Email contained a hyperlink to the Notice of Hearings, which was accessible on the date of

¹1. The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

²2. Capitalized terms used but not defined herein have the meanings given to them in the *Order (I) Establishing Bar Dates for Submitting Proofs of Claim, (II) Approving Proof of Claim Form, Bar Date Notices, and Mailing and Publication Procedures, (III) Implementing Uniform Procedures Regarding 503(b)(9) Claims, and (IV) Providing Certain Supplemental Relief* (ECF No. 200).

service and remains accessible as of the date hereof. A true and correct copy of the hyperlinked Notice of Hearings is attached hereto as Exhibit B.

3. On June 7, 2023, Gemini also posted the Notice of Hearings to the Gemini Earn update page located at www.gemini.com/earn (the "Gemini Earn Update"). As of this date, the Gemini Earn Update remains accessible on this page. A true and correct copy of a screenshot image of the Gemini Earn Update is attached hereto as Exhibit C. The Gemini Earn Update contained a hyperlink to the Notice of Hearings, the same Notice as provided herein as Exhibit B, which was accessible on the date of service and remains accessible as of the date hereof.

Natalie Rix

Name: Natalie Rix

Title: Head of Communications

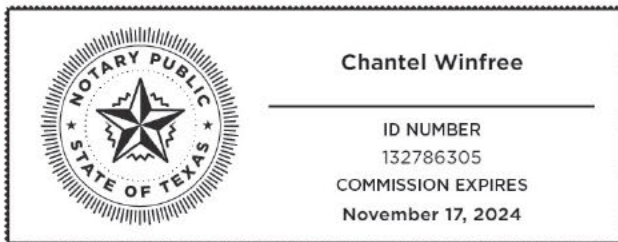
State of Texas
County of Harris

Sworn before me this
30th day of June, 2023. By Natalie Rix

Chantel Winfree

Notary Public, State of Texas

My commission expires 11/17/2024



Notarized online using audio-video communication

EXHIBIT A

Notice of Hearings Email

[TEST] Important Earn Update

Gemini
Reply-
To:

Wed, Jun 7, 2023 at 2:50 PM



Hi there,

Genesis Global Capital, LLC and its affiliated debtors filed an important notice today regarding the establishment of upcoming deadlines and hearing dates in the Genesis bankruptcy proceeding. Setting this schedule is a key step forward in the ongoing efforts for Earn users to recover their assets from Genesis. **The notice does not require specific action on your part**, its purpose is to provide notice as required by the Bankruptcy Code and Bankruptcy Rules.

We recommend that you read the Notice of Hearings on (I) The Adequacy of Information in the Debtors' Disclosure Statement and (II) Confirmation of the Debtors' Chapter 11 Plan found [here](#) in its entirety. It provides details about the timing for Genesis to present its amended plan of reorganization to the United States Bankruptcy Court for the Southern District of New York. The presentation of its amended plan is a key part of the bankruptcy process that will allow Earn users to recover the digital assets they loaned to Genesis.

The amended plan of reorganization has not yet been proposed, but facilitating the return of your assets from Genesis remains our highest priority. We truly appreciate your continued patience and support as we work through the next stage of this process.

All Earn updates can be found at www.gemini.com/earn. For specific information or updates relating to Genesis bankruptcy proceedings, please refer to <https://restructuring.ra.kroll.com/genesis/>.

The Gemini Team



Gem n Trust Company, LLC

(d/b/a Gem n Exchange, LLC n AZ, CA, DE, FL, ID, IL, KS, KY, MA, MI, MN, NC, ND, NM, O , OR, SC, SD, UT, and VA; d/b/a Gem n Exchange n AK and WA)

600 Th rd Avenue, 2nd Floor

New York, NY 10016

+1 (866) 240-5113

[Unsubscribe from this list](#)

Copyright 2023 Gem n Trust Company, LLC . All rights reserved.

EXHIBIT B

Notice of Hearings

Sean A. O'Neal
Luke A. Barefoot
Jane VanLare
CLEARY GOTTlieb STEEN & HAMILTON LLP
One Liberty Plaza
New York, New York 10006
Telephone: (212) 225-2000
Facsimile: (212) 225-3999

*Counsel to the Debtors
and Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**NOTICE OF HEARINGS ON (I) THE ADEQUACY OF
INFORMATION IN THE DEBTORS' DISCLOSURE STATEMENT
AND (II) CONFIRMATION OF THE DEBTORS' CHAPTER 11 PLAN**

PLEASE TAKE NOTICE that on January 19, 2023 (the "Petition Date"), Genesis Global Holdco, LLC ("Holdco") and its debtor affiliates, as debtors and debtors-in-possession in the above-captioned chapter 11 cases (collectively, the "Debtors") each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the "Bankruptcy Code") with the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court").

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's tax identification number (or equivalent identifier), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); and Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

PLEASE TAKE FURTHER NOTICE that the Debtors intend to file the *Disclosure Statement with Respect to the Amended Joint Plan of Genesis Global Holdco, LLC, et al., Under Chapter 11 of the Bankruptcy Code* (including all exhibits attached thereto, and as may be amended, altered, modified, revised, or supplemented from time to time) (the “Disclosure Statement”) and the *Amended Joint Plan of Genesis Global Holdco, LLC, et al., Under Chapter 11 of the Bankruptcy Code* (including all exhibits annexed thereto and as it may be amended, altered, modified, revised, or supplemented from time to time) (the “Plan”).

PLEASE TAKE FURTHER NOTICE a hearing on the adequacy of the information in the Disclosure Statement will be held via Zoom before the Honorable Judge Sean H. Lane, United States Bankruptcy Judge in the United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, NY 10601 on **July 12, 2023 at 2:00 P.M. (Eastern Time)** (the “Disclosure Statement Hearing”).

PLEASE TAKE FURTHER NOTICE that any responses or objections, if any, to the Disclosure Statement shall be (a) made in writing; (b) filed with the Bankruptcy Court no later than **July 5, 2023 at 4:00 P.M. (Eastern Time)** (the “Disclosure Statement Objection Deadline”); (c) conform to the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), the Local Bankruptcy Rules for the Southern District of New York, all General Orders applicable to Chapter 11 Cases in the United States Bankruptcy Court for the Southern District of New York, and the *Order Implementing Certain Notice and Case Management Procedures*, ECF No. 44 (the “Case Management Order”); (d) state with particularity the basis and nature of any objection to the Disclosure Statement; (e) filed electronically with this Court on the docket of *In re Genesis Global Holdco, LLC, et al.*, Case No. 23-10063 (SHL) by registered users of this Court’s electronic filing system and in accordance with the Bankruptcy Court’s General Order M-399 (which is available

at <http://www.nysb.uscourts.gov>); and (f) be served so as to be actually received by the Disclosure Statement Objection Deadline (or supplemental deadline, if applicable), by: (i) the Chambers of the Honorable Judge Sean H. Lane, United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, NY 10601; (ii) counsel to the Debtors, Cleary Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, New York 10006, Attn: Sean A. O’Neal, Esq., Luke A. Barefoot, Esq. and Jane VanLare, Esq.; (iii) the Office of the United States Trustee for Region 2, U.S. Department of Justice, Office of the U.S. Trustee, Alexander Hamilton U.S. Custom House, One Bowling Green, Suite 515, New York, NY 10004, Attn: Greg Zipes, Esq.; (iv) counsel to the Official Committee of Unsecured Creditors, White & Case LLP, 111 South Wacker Drive Suite 5100, Chicago, Illinois 60606, Attn: Gregory F. Pesce, Esq., and 1221 Avenue of the Americas, New York, New York 10020, Attn: Philip Abelson, Esq.; (v) counsel to the Ad Hoc Group of Genesis Lenders, Proskauer Rose LLP, Eleven Times, New York, NY 10036, Attn: Brian S. Rosen, Esq., and 70 West Madison Street, Suite 3800, Chicago, IL 60602, Attn: Jordan Sazant, Esq.; (vi) any parties that have appeared and requested notice pursuant to the Bankruptcy Rules (each of (i) through (vi), the “Notice Parties”).

PLEASE TAKE FURTHER NOTICE that the hearing at which the Court will consider confirmation of the Plan (the “Confirmation Hearing”) will commence on **August 24, 2023 at 11:00 A.M. prevailing Eastern Time**, before the Honorable Sean H. Lane, United States Bankruptcy Court for the Southern District of New York. The Confirmation Hearing may be continued from time to time by the Court or the Debtors without further notice other than by such

adjournment being announced in open court, by agenda filed with the Court, and/or by a notice of adjournment filed with the Court and served on all parties entitled to notice.²

PLEASE TAKE FURTHER NOTICE that any responses or objections, if any, to the Plan shall be (a) made in writing; (b) filed with the Bankruptcy Court no later than **August 17, 2023 at 4:00 P.M. (Eastern Time)** (the “Plan Objection Deadline”); (c) conform to Bankruptcy Rules, the Local Bankruptcy Rules for the Southern District of New York, all General Orders applicable to Chapter 11 Cases in the United States Bankruptcy Court for the Southern District of New York, and the Case Management Order; (d) state with particularity the basis and nature of any objection to the Plan; (e) filed electronically with this Court on the docket of *In re Genesis Global Holdco, LLC, et al.*, Case No. 23-10063 (SHL) by registered users of this Court’s electronic filing system and in accordance with the Bankruptcy Court’s General Order M-399 (which is available at <http://www.nysb.uscourts.gov>); and (f) be served so as to be actually received by the Plan Objection Deadline (or supplemental deadline, if applicable), by the Notice Parties.

PLEASE TAKE FURTHER NOTICE that copies of the Disclosure Statement and Plan will be accessible and/or obtained by: (i) accessing the Court’s website at www.nysb.uscourts.gov (PACER password required) or (ii) from the Debtors’ notice and claims agent, Kroll Restructuring Administration LLC, which maintains a website at <https://restructuring.ra.kroll.com/genesis> or by calling +1 888 524 2017.

² The Debtors intend to file a motion seeking approval of solicitation and voting procedures in connection with the Plan, which will include a notice of the confirmation hearing and other key dates relevant to Plan voting and solicitation.

PLEASE TAKE FURTHER NOTICE that if you oppose the relief requested in the Disclosure Statement or Plan, or if you want the Court to consider your position on the Disclosure Statement, then you or your attorney must attend the relevant hearing. If you or your attorney do not follow the foregoing steps, the Court may decide that you do not oppose the relief requested in the Disclosure Statement and/or Plan and may enter orders granting the relief requested by the Debtors.

PLEASE TAKE FURTHER NOTICE, if confirmed, the Plan shall bind all holders of claims and holders of equity interests to the maximum extent permitted by applicable law, whether or not such holder will receive or retain any property or interest in property under the Plan, has filed a proof of claim in these Chapter 11 cases, or failed to vote to accept or reject the Plan or voted to reject the Plan.

Dated: June 7, 2023
New York, New York

/s/ Jane VanLare
Sean A. O'Neal
Luke A. Barefoot
Jane VanLare
CLEARY GOTTlieb STEEN &
HAMILTON LLP
One Liberty Plaza
New York, New York 10006
Telephone: (212) 225-2000
Facsimile: (212) 225-3999

*Counsel to the Debtors
and Debtors-in-Possession*

EXHIBIT C

Gemini Earn Update

June 7, 2023 (Wednesday)

The following message was shared with Earn users today:

^

Genesis Global Capital, LLC and its affiliated debtors filed an important notice today regarding the establishment of upcoming deadlines and hearing dates in the Genesis bankruptcy proceeding. Setting this schedule is a key step forward in the ongoing efforts for Earn users to recover their assets from Genesis. **The notice does not require specific action on your part**, its purpose is to provide notice as required by the Bankruptcy Code and Bankruptcy Rules.

We recommend that you read the Notice of Hearings on (I) The Adequacy of Information in the Debtors' Disclosure Statement and (II) Confirmation of the Debtors' Chapter 11 Plan found [here](#) in its entirety. It provides details about the timing for Genesis to present its amended plan of reorganization to the United States Bankruptcy Court for the Southern District of New York. The presentation of its amended plan is a key part of the bankruptcy process that will allow Earn users to recover the digital assets they loaned to Genesis.

The amended plan of reorganization has not yet been proposed, but facilitating the return of your assets from Genesis remains our highest priority. We truly appreciate your continued patience and support as we work through the next stage of this process.

All Earn updates can be found at www.gemini.com/earn. For specific information or updates relating to Genesis bankruptcy proceedings, please refer to <https://restructuring.ra.kroll.com/genesis/>.

The Gemini Team
